

# **EXHIBIT 49**

**REDACTED VERSION OF  
DOCUMENT SOUGHT TO BE  
SEALED**

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

\_\_\_\_\_  
WAYMO LLC, )  
)  
Plaintiff, )  
vs. ) Case No.  
17-cv-00939-WHA  
UBER TECHNOLOGIES, INC.; )  
OTTOMOTTO, LLC; OTTO TRUCKING LLC, )  
)  
Defendants. )  
)  
\_\_\_\_\_)

HIGHLY CONFIDENTIAL-ATTORNEYS' EYES ONLY

UNDER THE PROTECTIVE ORDER  
VIDEOTAPED DEPOSITION OF  
GAETAN PENNECOT  
San Francisco, California  
Thursday, August 9, 2017  
Volume IV

Reported by:  
MARY J. GOFF  
CSR No. 13427  
Job No. 2675906  
PAGES 479 - 763

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10 Defendants. )  
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Highly Confidential Videotaped Deposition of  
GAETAN PENNECOT, Volume IV, taken on behalf of  
Plaintiff Waymo LLC, at Quinn Emanuel Urquhart &  
Sullivan, LLP, 50 California Street, 22nd Floor, San  
Francisco, California 94111m, beginning at  
9:46 a.m. and ending at 6:52 p.m., on August 9,  
2017, before MARY GOFF, Certified Shorthand Reporter  
No. 13427.

1	[REDACTED]	01:59:09
2	Q What was he referring to?	01:59:11
3	A I think the valuation of Chauffeur.	01:59:17
4	Q Do you know what he meant by [REDACTED]	[REDACTED]
	[REDACTED]	01:59:21
6	A I don't know.	01:59:23
7	Q Did you respond to his text message?	01:59:24
8	A I didn't.	01:59:26
9	Q Did you talk to him about this?	01:59:27
10	A I may have.	01:59:29
11	Q And what did you talk about?	01:59:31
12	A I think I talked about fact that I	01:59:34
13	received my bonus at that time.	01:59:37
14	Q Do you have an idea of what	01:59:50
15	Mr. Levandowski is referring to here?	01:59:51
16	A I don't know.	01:59:55
17	Q Do you have any understanding what he's	01:59:57
18	talking about in Exhibit 537?	01:59:58
19	A I think he's talking about the valuation	02:00:01
20	of Chauffeur.	02:00:03
21	Q And what was going on with the valuation	02:00:04
22	of Chauffeur in October 2016?	02:00:07
23	A I have no clue.	02:00:09
24	Q So what's your basis to say -- well, okay.	02:00:10
25	After he sent this text message --	02:00:16

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1 A Yeah. 02:00:19

2 Q -- did you call him? 02:00:19

3 A I don't think so. I -- 02:00:24

4 Q And you didn't respond? 02:00:26

5 A So Anthony at that time was in the -- in 02:00:29

6 the office, so I probably waited until he stopped 02:00:30

7 by. 02:00:35

8 Q And what did you say? 02:00:36

9 A I don't remember. 02:00:38

10 Q What did he say? 02:00:39

11 A I don't remember. I think I -- I 02:00:41

12 express -- so what probably triggered that text was 02:00:49

13 that I was very concerned at some point that I was 02:00:52

14 not going to get my bonus. Because my understanding 02:00:55

15 of the plan was that it was depending on the 02:01:00

16 valuation. 02:01:04

17 And I -- and the valuation [REDACTED] [REDACTED]

[REDACTED] [REDACTED] [REDACTED]

[REDACTED] [REDACTED] And I probably 02:01:11

20 expressed my concerns to Anthony at this point, 02:01:14

21 because I didn't have any understanding of the 02:01:16

22 Chauffeur plan. And I thought Anthony had a better 02:01:20

23 understanding than I did. 02:01:24

24 Q So wait. Your understanding was that your 02:01:27

25 bonus six months after you left would be based on 02:01:29

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1 some subsequent valuation? 02:01:32

2 A Yes. So -- 02:01:35

3 Q Okay. Is that -- is that still your 02:01:35

4 belief today? 02:01:39

5 A This is my belief. 02:01:41

6 Q But when you chose to leave, I believe you 02:01:43

7 testified in one of your previous depositions that 02:01:53

8 you chose to leave because you thought [REDACTED] [REDACTED]

9 [REDACTED]? 02:01:59

10 A So exactly. So like, [REDACTED] [REDACTED]

11 [REDACTED] [REDACTED]

12 [REDACTED] [REDACTED]

13 [REDACTED] 02:02:11

14 Like, I had other concerns that were 02:02:12

15 bigger than that. But that was another way it was 02:02:15

16 indicating to making me leave. 02:02:18

17 Let's say [REDACTED] [REDACTED]

18 [REDACTED] [REDACTED]

19 [REDACTED] [REDACTED]

20 [REDACTED] [REDACTED]

21 [REDACTED] Do you see what I mean? So -- 02:02:39

22 Q Okay. 02:02:46

23 A -- [REDACTED] [REDACTED]

24 [REDACTED] [REDACTED]

25 [REDACTED] 02:02:53

1 I, MARY J. GOFF, CSR No. 13427, Certified  
2 Shorthand Reporter of the State of California,  
3 certify;

4 That the foregoing proceedings were taken  
5 before me at the time and place herein set forth, at  
6 which time the witness declared under penalty of  
7 perjury; that the testimony of the witness and all  
8 objections made at the time of the examination were  
9 recorded stenographically by me and were thereafter  
10 transcribed under my direction and supervision; that  
11 the foregoing is a full, true, and correct  
12 transcript of my shorthand notes so taken and of the  
13 testimony so given;

14 That before completion of the deposition,  
15 review of the transcript ( ) was (XX) was not  
16 requested: ( ) that the witness has failed or  
17 refused to approve the transcript.

18 I further certify that I am not financially  
19 interested in the action, and I am not a relative or  
20 employee of any attorney of the parties, nor of any  
21 of the parties.

22 I declare under penalty of perjury under the  
23 laws of California that the foregoing is true and  
24 correct, dated this 11th day of August 2017.

25 

MARY J. GOFF, CSR No. 13427